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ILLINOIS COMMERCE COMMISSION CHIEF CLERK'S OFFICE

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

RATE CTC - CUSTOMER TRANSITION CHARGE

APPLICABILITY.

This tariff is applicable to any retail customer that (i) takes service under Rate RCDS - Retail Customer Delivery Service (Rate RCDS), pursuant to Section 16-108(g) of the Public Utilities Act (220 ILCS 5/16-108(g)), or (ii) is located within the Company's service territory that does not take delivery service from the Company and is supplied electric power and energy from an Alternative Retail Electric Supplier (ARES) or from an electric utility other than the Company, pursuant to Section 16-108(h) of the Public Utilities Act (220 ILCS 5/16-108(h)).

PURPOSE.

The purpose of this rate is to define the method and procedure for calculating and updating the per kilowatt-hour (kWh) Customer Transition Charges (CTCs) and to describe the provisions for imposing and collecting CTCs.

CTC CUSTOMER CLASS.

With the exception of retail customers that have entered into contracts with the Company which provide payment of customer-specific CTCs as described in the Charges section of this tariff, CTCs shall be determined for a retail customer based upon the CTC Customer Class applicable to the retail customer.

The customer class, as described in the Definitions part of Rate RCDS, under which the retail customer is billed for the monthly billing period shall be used to determine the appropriate CTC Customer Class applicable to the retail customer for such monthly billing period. The CTC Customer Classes are as follows:

Residential Delivery Service Customers:

Single Family Without Space Heat Multi Family Without Space Heat Single Family With Space Heat Multi Family With Space Heat Fixture-included Lighting

Nonresidential Delivery Service Customers:

With Only Watt-hour Only Meters

0 kW up to and including 25 kW

Over 25 kW up to and including 100 kW

Over 100 kW up to and including 400 kW

Over 400 kW up to and including 800 kW

Over 800 kW up to and including 1,000 kW

Pumping Delivery Service Customers

Fixture-included Lighting Nonresidential Delivery Service Customers

Street Lighting Delivery Service Customers

Dusk to Dawn

All Other Lighting

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(Continued on Sheet No. 135)

ILLINOIS COMMERCE COMMISSION CHIEF CLERK'S OFFICE

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

RATE CTC - CUSTOMER TRANSITION CHARGE

(Continued from Sheet No. 134)

CTC CUSTOMER CLASS (CONTINUED).

The CTCs for the Over 800 kW up to and including 1,000 kW CTC Customer Class shall be applied to the kWhs delivered to a retail customer that does not have a contract with the Company for a customer-specific CTC and is in one of the following customer classes as defined in the Definitions part of Rate RCDS in any monthly billing period:

Nonresidential Delivery Service Customers

Over 1,000 kW up to and including 3,000 kW

Over 3,000 kW up to and including 6,000 kW

Over 6,000 kW up to and including 10,000 kW

Over 10,000 kW

Railroad Delivery Service Customers

CALCULATION OF CHARGES.

The per kilowatt-hour Customer Transition Charge for retail customers in a CTC Customer Class that take service under Rate RCDS during an Applicable Period, as described in the Applicable Period subsection of the Charges section of this tariff, is as follows:

$$CTC_c = [(BR_c - DS_c - MV_c - M_c) / Q_c] \times 100$$

where:

- Per kilowatt-hour Customer Transition Charge for customers in a CTC Customer Class CTC_c = that take service under Rate RCDS during the Applicable Period. The amount in cents per kilowatt-hour, rounded to the nearest 0.001¢, to be billed for each kilowatt-hour delivered under Rate RCDS to customers in the CTC Customer Class during the Applicable Period. CTC_c shall never be less than zero.
 - The amount of revenue that the Company would receive from customers in the CTC $BR_c =$ Customer Class if it were serving such customers' electric power and energy requirements under bundled tariffed service based on the Usage defined in Q_c below and the base rates in effect on or after October 1, 1996, with adjustments to such base rates as described in Section 16-102 of the Public Utilities Act (220 ILCS 5/16-102).
 - $DS_c =$ The amount of revenue that the Company would receive under Rate RCDS for standard delivery of the Usage to customers in the CTC Customer Class. This term includes all standard charges contained in Rate RCDS. Also included in this term are charges for transmission services, ancillary transmission services, and related services defined as TSC_c in Rider ISS-Interim Supply Service (Rider ISS) or TC_c in Rider TS-Transmission Services (Rider TS), as applicable.

OCT 0.1 2002

(Continued on Sheet No. 136) ILLINOIS COMMERCE COMMISSION CHIEF CLERKS OFFICE

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001. Asterisk (*) indicates change.

RATE CTC - CUSTOMER TRANSITION CHARGE

(Continued from Sheet No. 136)

CALCULATION OF CHARGES (CONTINUED).

Q_c = The Usage. For nonresidential retail customers, the Usage equals all kilowatt-hour sales to the customers in the CTC Customer Class for the monthly billing periods in the three-year period ending June 30, 1999, that are comparable to the monthly billing periods for the Applicable Period. For residential customers, the Usage equals all kilowatt-hour sales to the customers in the CTC Customer Class for the monthly billing periods in the three-year period ending January 31, 2002, that are comparable to the monthly billing periods for the Applicable Period.

Nonresidential retail customers taking service under Rider 25 - Electric Space Heating (Rider 25), Rider GCB – Governmental Consolidated Billing (Rider GCB), or participating in any of the Company's billing or pricing experiments pursuant to Section 16-106 of the Public Utilities Act (220 ILCS 5/16-106), during the year preceding the original effective date of this tariff shall have the charges contained in Rider 25, Rider GCB, or as specified in the experiment agreements included in the determination of BR $_{\rm c}$ s.

CHARGES.

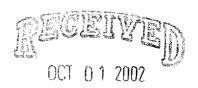
Customer Class CTC

The CTCs calculated for each CTC Customer Class shall be applied as appropriate with respect to the CTC Customer Class to all kilowatt-hours delivered to retail customers taking delivery service under Rate RCDS.

Customer-specific CTC

Customer-specific CTCs shall be calculated for any retail customer (i) for which such customer's average monthly maximum electrical demand on the Company's system during the six months with the customer's highest monthly maximum demands in the three-year period preceding the date that the customer became eligible to take delivery services, equals or exceeds one (1) megawatt, or (ii) if in the Company's reasonable judgment there exists comparable usage information or a sufficient basis to determine that the retail customer would have electrical demands as described in clause (i), or (iii) that had been taking service under the following tariffs during the year preceding the original effective date of this tariff:

Rate 18 - Standby Service Rider 26 - Interruptible Service Rider 27 - Displacement of Self Generation Customer-specific Electric Service Contracts



ILLINOIS COMMERCE COMMISSION CHIEF CLERK'S OFFICE

(Continued on Sheet No. 138)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

RATE CTC – CUSTOMER TRANSITION CHARGE

(Continued from Sheet No. 138)

CHARGES (CONTINUED). Exemptions (Continued)

Notwithstanding the foregoing, an industrial retail customer that is taking electric power and energy from a generation facility that does not meet such criteria but that is located on such customer's premises, will not be subject to CTCs for the electric power and energy taken by such retail customer from such generation facility if the facility does not serve any other retail customer and either was installed on behalf of such customer and for its own use prior to January 1, 1997, or is both predominantly fueled by byproducts of such customer's manufacturing process at such premises and sells or offers an average of 300 megawatts or more of electricity produced from such generation facility into the wholesale market.

Applicable Period

In each year there shall be two Applicable Periods, Applicable Period A and Applicable Period B. Applicable Period A shall begin with the June monthly billing period and end with the following May monthly billing period. Applicable Period B shall begin with the September monthly billing period and end with the following May monthly billing period.

A retail customer first commencing service hereunder or commencing service hereunder after a previous termination of service hereunder for which the first full monthly billing period hereunder is the June, July, or August monthly billing periods in a given year shall be subject to the CTC_c determined for Applicable Period A for such year for the CTC customer class applicable to the customer. Such retail customer shall be subject to CTC_cs determined for each subsequent Applicable Period A for the CTC customer class applicable to the customer as long as the retail customer continues to receive service hereunder.

A retail customer first commencing service hereunder or commencing service hereunder after a previous termination of service hereunder for which the first full monthly billing period hereunder is in the period beginning with the September monthly billing period in a given year and extending through the May monthly billing period of the following year shall be subject to the CTC_c determined for Applicable Period B for such year for the CTC customer class applicable to the customer. Such retail customer shall be subject to CTC_cs determined for each subsequent Applicable Period A for the CTC customer class applicable to the customer as long as the retail customer continues to receive service hereunder.

No later than the first business day on or after February 1 for Applicable Period A and July 1 for Applicable Period B, the Company shall file with the Illinois Commerce Commission (ICC) for informational purposes the applicable CTC_cs for such Applicable Period at a weekly basis during the months of January and June for Applicable Period A and Applicable Period B, respectively, the Company shall make available for informational purposes estimated CTC_cs for such Applicable Period based upon a collection of five (5), ten (10), and fifteen (15) days of market data used to estimate the corresponding MVECs pursuant to Rider PPO using such cumulative five day increments of market data.

(Continued on Sheet No. 138.2)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

RIDER PPO – POWER PURCHASE OPTION (MARKET INDEX) Applicable to Rate RCDS

AVAILABILITY.

- * This rider is available to any nonresidential retail customer taking service under Rate RCDS Retail Customer Delivery Service (Rate RCDS) which is commencing service hereunder in the June monthly billing period for an initial or renewal term of contract and that is required to pay a Customer Transition Charge (CTC) which is computed to be greater than zero in accordance with the provisions of Rate CTC Customer Transition Charge (Rate CTC).
- * This rider is available to a nonresidential retail customer first commencing service under Rate RCDS or commencing service under Rate RCDS after a previous termination of service under Rate RCDS for which the first monthly billing period hereunder is not the June, July or August monthly billing period and that is required to pay a CTC which is computed to be greater than zero in accordance with the provisions of Rate CTC.
- * This rider is not available to any nonresidential retail customer requesting service hereunder to commence in the July or August monthly billing period.

Service hereunder is not available to any nonresidential customer taking service under Rate RCDS that is not required to pay a CTC which is greater than zero.

Service hereunder is not available to load that is otherwise eligible to be served under the terms of the Company's Rate 18 – Standby Service.

* Service hereunder is not available to any customer taking service under Rider CTC-MY – Customer Transition Charges – Multi-Year (Experimental) (Rider CTC – MY).

PREREQUISITES OF SERVICE.

A customer requesting service hereunder shall:

- (1) complete, sign and return the Rate RCDS/Rider PPO (Market Index) Contract during the period beginning February 1 and extending through March 31 if the customer is requesting an initial term of contract beginning with the June monthly billing period.
- (2) complete, sign and return the Rate RCDS/Rider PPO (Market Index) Contract at least thirty (30) days prior to commencing service hereunder if the customer is requesting an initial term of contract to commence service hereunder in the period beginning with the September monthly billing period and extending through the May monthly billing period.
- for a retail customer that is requesting service hereunder for less than all its electric power and energy requirements, the terms and conditions regarding the designation of such portion must be specified in the Rate RCDS/Rider PPO (Market Index) Contract and must be in accordance with the provisions in the Split Load and Supplier Options section of the Service Options part of Rate RCDS.

COMMENCEMENT OF SERVICE.

Service to a retail customer requesting service hereunder shall commence in accordance with the provisions of the Switching Suppliers section of the Switching Suppliers and Switching to Bundled Service part of Rate RCDS only after all the aforementioned prerequisites for service have been fulfilled. The Company shall submit a Direct Access Service Request (DASR) for the retail customer to commence service hereunder in accordance with the terms provided in Rate RCDS.

(Continued on Sheet No. 151.2)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

(Continued from Sheet No. 151.2)

CHARGES (CONTINUED).

Market Value Energy Charges (Continued)

Market Price - Peak

A monthly Forward Market Price (FMP_{mo}) in \$ per megawatt-hour (\$/MWh), will be determined from the daily market data of forward contracts for electric power and energy delivered in the Into Cinergy Hub from 6:00 a.m. to 10:00 p.m. Monday through Friday exclusive of the North American Electric Reliability Council (NERC) holidays. A separate FMP_{mo} will be determined for each relevant calendar month in the respective Applicable Period.

- The Company will use *Platts Energy Trader* and Intercontinental Exchange as the sources of the daily market data but may include additional or different electronic exchanges or reporting services in the future as allowed by the ICC. The daily market data will be polled on each of the twenty (20) consecutive business days on or before January 24 for Applicable Period A or June 22 for Applicable Period B.
- In the absence of market data for forward contracts with terms for individual months, market data for forward contracts with longer terms will be utilized.

The FMP_{mo} will be determined from the daily market data in the following manner:

Separately, for each electronic exchange or reporting service, and each forward contract, and each business day, a Daily Value will be selected from the morning and afternoon market data using the following hierarchy on an as available basis:

1st Weighted Average Price from afternoon market data

2nd Weighted Average Price from morning market data

3rd Last Trade Price from afternoon market data

4th Last Trade Price from morning market data

Average of the midpoint of the morning bid-offer prices and the midpoint of the afternoon bid-offer prices, where both bid and offer prices must be simultaneously listed for a particular forward contract, for a given time of the day.

The Company shall poll morning market data between 8:30 a.m. and 10:30 a.m. Central Prevailing Time (CPT) and afternoon market data between 2:00 p.m. and 4:00 p.m. CPT, unless otherwise available in a compiled form from the provider.

The application of this algorithm will result in a Daily Value for each business day for each forward contract for each reporting service.

OCT 0 1 2002

ILLINOIS COMMERCE COMMISSION CHIEF CLERK'S OFFICE

(Continued on Sheet No. 151.4)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

(Canceling 3rd Revised Sheet No. 151.4)

RIDER PPO - POWER PURCHASE OPTION (MARKET INDEX)

(Continued from Sheet No. 151.3)

CHARGES (CONTINUED).

Market Value Energy Charges (Continued)

Market Price - Peak (Continued)

The Daily Values from each reporting service are then averaged into a single value for each business day and then the values for each business day are averaged into a single value for the forward contract. This single value for each forward contract will then be multiplied by the Basis Adjustment for the corresponding calendar month, as defined below, and assigned as the FMP_{mo} for the month or months to which the forward contract relates.

Market Price – Off-Peak

A monthly Off-Peak Market Price (OPMP_{mo}) in \$/MWh, will be determined from the daily market data of forward contracts for electric power and energy delivered in the Into Cinergy Hub for the periods from 12:00 a.m. to 6:00 a.m. and from 10:00 p.m. to 12:00 a.m. Monday through Friday and all hours of Saturday, Sunday and NERC holidays.

The Company will use the Intercontinental Exchange as the source of the daily market data but may include additional or different electronic exchanges or reporting services in the future as allowed by the ICC. The daily market data will be polled on each of the twenty (20) consecutive business days on or before January 24 for Applicable Period A or June 22 for Applicable Period B.

A single OPMP_{mo} will be determined for all relevant calendar months in the respective Applicable Period.

The OPMP_{mo} will be determined from the daily market data in a similar manner as the FMP_{mo}.

* Basis Adjustments

A monthly Peak Basis Adjustment_{mo} is determined for each relevant calendar month in the respective Applicable Period from the previous calendar year's daily transaction data of the dayahead 16-hour spot-market contracts for the delivery of electric power and energy from 6:00 a.m. to 10:00 p.m. Monday through Friday exclusive of the NERC holidays, for the Into ComEd and Into Cinergy Hubs. A monthly Off-Peak Basis Adjustment_{mo} is determined for each relevant calendar month in the respective Applicable Period from the previous calendar year's transaction data of the day-ahead 8-hour spot-market contracts for the delivery of electric power and energy for the period from 12:00 a.m. to 6:00 a.m. and from 10:00 p.m. to 12:00 a.m. Monday through Friday exclusive of the NERC holidays, into the Into ComEd and Into Cinergy Hubs. *Platts Energy Trader* or a similar reporting service as allowed by the ICC will be the source of this daily transaction data. A Peak Basis Adjustment_{mo} and Off-Peak Basis Adjustment_{mo} will be determined from this transaction data as the average of the daily ratio of the Into ComEd energy price to the Into Cinergy energy price when each price is available for each month.

Hourly Prices

An Hourly Price (HP_{h,c}), in \$/MWh, for each hour, h, in a month and each customer class c is derived from the FMP_{mo} and OPMP_{mo} by utilizing the hourly price shapes of the PJM Interconnection, L.L.C., Western Hub, Locational Marginal Price data (PJM_h) for each calendar year from 1999 through the most recent full calendar year. Values of PJM_mthat are zero or negative will be replaced with the average of the positive off-peak period values contained in the corresponding month. The HP_{h,c} are adjusted for system transmission energy line losses and distribution line losses for each customer class.

(Continued on Sheet No. 151.5)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

Date Effective: November 15, 2002 Issued by A. A. Juracek, Vice President Post Office Box 805379 Chicago, Illinois 60680-5379

CHIEF CLERK'S OFFICE

(Continued from Sheet No. 151.4)

CHARGES (CONTINUED).

Market Value Energy Charges (Continued)

Hourly Prices (Continued)

The values of $HP_{h,c}$ are determined separately for each customer class, c, and separately for each calendar year from 1999 through the most recent calendar year, as follows:

For each hour, h, in a month from 6:00 a.m. to 10:00 p.m. during Monday through Friday exclusive of the NERC holidays:

$$HP_{h,c} = PJM_h \times \left(\frac{FMP_{mo}}{\left(\sum_{S \times 16} PJM_h\right) / NPH}\right) \times (1 + DLF_{h,c}) \times (1 + TLF)$$

For each other hour, h, in a month:

$$HP_{h,c} = PJM_h \times \left(\frac{OPMP_{mo}}{\left(\sum_{wrap} PJM_h\right) / NOPH}\right) \times (1 + DLF_{h,c}) \times (1 + TLF)$$

where:

PJM_h = The PJM Interconnection, L.L.C., Western Hub, Locational Marginal Price data for hour, h, in a month expressed in \$/MWh

 $DLF_{h,c}$ = The distribution loss factor for the applicable customer class, c, applicable during hour, h, in a month

TLF = The loss factor associated with energy losses on the Company's transmission system as specified in the Company's Open Access Transmission Tariff (OATT) or such other applicable tariff on file with the Federal Energy Regulatory Commission (FERC)

OCT 0 1 2002

ILLINOIS COMMERCE COMMISSION CHIEF CLERK'S OFFICE

(Continued on Sheet No. 151.6)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

(Continued from Sheet No. 151.5)

CHARGES (CONTINUED).

Market Value Energy Charges (Continued)

Hourly Prices (Continued)

 Σ_{5x16} = Summation of hourly quantities in a month from 6:00 a.m. to 10:00 p.m. Monday through Friday exclusive of the NERC holidays

 Σ_{wan} = Summation of all hourly quantities in a month exclusive of those included in Σ_{5x16}

NPH = Number of hours summated in Σ_{5x16}

NOPH = Number of hours summated in \sum_{wrap}

Energy Peak Period MVECs

The Energy Peak Period MVECs will be determined, as detailed below, separately with each calendar year of data from 1999 through the most recent calendar year using the corresponding values of HP_{h.c}. The resulting values of Summer Peak MVEC_c and Nonsummer Peak MVEC_c determined from each calendar year of data will be averaged into a single set of Summer Peak MVEC_cs and Nonsummer Peak MVEC_cs which shall be used for purposes of billing hereunder.

The MVECs for the Energy Peak Periods during the Summer Billing Periods (Summer Peak MVEC) for Applicable Period A will be determined using the HP_{h,c} for the months of June through September as set forth below. The Summer Peak MVEC for Applicable Period B will be determined using the HP_{h,c} for the month of September as set forth below.

The MVECs for the Energy Peak Periods during the Nonsummer Billing Periods (Nonsummer Peak MVEC) for Applicable Period A and Applicable Period B will be determined using the HPhc for the months of October through May.

Summer Peak MVEC_c = AVG
$$\left(\frac{\sum_{sp} (HP_{h,c} \times U_{h,c})}{(\sum_{sp} U_{h,c}) \times 10} + ADJM_c + ADJU_c \right)$$

Summer Peak MVEC_c = AVG (
$$\frac{\sum_{sp}(HP_{h,c} \times U_{h,c})}{(\sum_{sp}U_{h,c}) \times 10}$$
 + ADJM_c + ADJU_c Nonsummer Peak MVEC_c = AVG ($\frac{\sum_{nsp}(HP_{h,c} \times U_{h,c})}{(\sum_{nsp}U_{h,c}) \times 10}$ + ADJM_c + ADJU_c

where:

AVG = The Average of the values derived from each year of data

Summer Peak MVEC_c = The MVEC for the Energy Peak Period during the Summer Billing Periods, in cents per kWh, for retail customers in the applicable customer (flass()c) ? ()()?

> ILLINOIS COMMERCE COMMISSION CHIEF CLERK'S OFFICE

(Continued on Sheet No. 151.7)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001. Asterisk (*) indicates change.

(Canceling Original Sheet No. 151.7)

RIDER PPO - POWER PURCHASE OPTION (MARKET INDEX)

(Continued from Sheet No. 151.6)

CHARGES (CONTINUED).

Market Value Energy Charges (Continued)
Energy Peak Period MVECs (Continued)

Nonsummer Peak MVEC_c = The MVEC for the Energy Peak Period during the Nonsummer Billing Periods, in cents per kWh, for retail customers in the applicable customer class, c

- $\Sigma_{\rm sp}$ = Summation of hourly quantities calculated separately for each customer class, c, for the hours of the Energy Peak Period, of the applicable summer month(s) (June through September) of the corresponding calendar year
- Σ_{nsp} = Summation of hourly quantities calculated separately for each customer class, c, for the hours of the Energy Peak Period, of the nonsummer months (October through May) of the corresponding calendar year
- U_{h,c} = The kilowatt-hour consumption of the average customer in customer class, c, during hour, h, of the corresponding calendar year; when a full calendar year of hourly consumption data is not available, the most recent 12-months of available data will be substituted
- ADJM_c = The adjustment to market value related to sales and marketing costs for the customer class, c, in cents per kWh, as directed by the ICC in its Order in Docket No. 99-0117
- ADJU_c = The adjustment to market value related to uncollectibles costs for the customer class, c, in cents per kWh; as directed by the ICC in its Order in Docket No. 99-0117

Energy Off-Peak Period MVECs

The Energy Off-Peak Period MVECs will be determined, as detailed below, separately with each calendar year of data from 1999 through the most recent calendar year using the corresponding values of HP_{h,c}. The resulting values of Summer Off-Peak MVEC_c and Nonsummer Off-Peak MVEC_c determined from each calendar year of data will be averaged into a single set of Summer Off-Peak MVEC_cs and Nonsummer Off-Peak MVEC_cs which shall be used for purposes of billing hereunder.

The MVECs for the Energy Off-Peak Periods during the Summer Billing Periods (Summer Off-Peak MVEC) for Applicable Period A will be determined using the HPh, for the months of June through September as set forth below. The Summer Off-Peak MVEC for Applicable Period B will be determined using the HPh,c for the month of September as set forth pelow.

The MVECs for the Energy Off-Peak Periods during the Nonsummer Billing Periods (Norsummer Off-Peak MVEC) for Applicable Period A and Applicable Period B will be determined using the HP_{h,c} for the months of October through May.

LLINOIS COMMERCE COMMISSION

(Continued on Sheet No. 151.8)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

Date Effective: November 15, 2002 Issued by A. A. Juracek, Vice President Post Office Box 805379 Chicago, Illinois 60680-5379

CHIEF CLERKS OFFICE

(Continued from Sheet No. 151.7)

CHARGES (CONTINUED).

Market Value Energy Charges (Continued)
Energy Off-Peak Period MVECs (Continued)

Summer Off-Peak MVEC_c = AVG
$$\left(\frac{\sum_{sop} (HP_{h,c} \times U_{h,c})}{(\sum_{sop} U_{h,c}) \times 10} + ADJM_c + ADJU_c \right)$$

Nonsummer Off-Peak MVEC_c = AVG
$$\left(\frac{\sum_{nsop} (HP_{h,c} \times U_{h,c})}{(\sum_{nsop} U_{h,c}) \times 10} + ADJM_c + ADJU_c\right)$$

where:

Summer Off-Peak MVEC_c = The MVEC for the Energy Off-Peak Period during the Summer Billing Periods, in cents per kWh, for retail

customers in the applicable customer class, c

Nonsummer Off-Peak MVEC_c = The MVEC for the Energy Off-Peak Period during the

Nonsummer Billing Periods, in cents per kWh, for retail customers in the applicable customer class, c

 Σ_{sop} = Summation of hourly quantities calculated separately for each customer class, c, for the hours of the Energy Off-Peak Period, of the applicable summer month(s) (June

through September) of the corresponding calendar year

 Σ_{nsop} = Summation of hourly quantities calculated separately for each customer class, c, for the hours of the Energy Off-Peak Period, of the nonsummer months (October through May) of the corresponding calendar year

Collectively, the Summer Peak MVECs, the Nonsummer Peak MVECs, the Summer Off-Peak MVECs, and the Nonsummer Off-Peak MVECs are the Time of Use (TOU) MVECs.

Non-Time of Use MVECs

The Non-Time of Use MVECs will be determined, as detailed below, separately with each calendar year of data from 1999 through the most recent calendar year using the corresponding values of $HP_{h,c}$. The resulting values of Summer Non-TOU MVEC_c and Nonsummer Non-TOU MVEC_c determined from each calendar year of data will be averaged into a single set of Summer Non-TOU MVEC_c and Nonsummer Non-TOU MVEC_c which shall be used for purposes of billing hereunder.

The Summer Non-TOU MVECs for Applicable Period A will be determined using the HPh_o for the months of June through September as set forth below. The Summer Non-TOU MVECs for Applicable Period B will be determined using the HP_{h,c} for the month of September as set forth below. The Summer Non-TOU MVEC, in cents per kWh, shall be determined for each customer class in accordance with the following formula:

ILLINOIS COMMERCE COMMISSION CHIEF CLERK'S OFFICE

(Continued on Sheet No. 151.9)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

(Continued from Sheet No. 151.8)

CHARGES (CONTINUED).

Market Value Energy Charges (Continued) Non-Time of Use MVECs (Continued)

Summer Non-TOU MVEC_c = AVG
$$\left(\frac{\sum_{s} (HP_{h,c} \times U_{h,c})}{(\sum_{s} U_{h,c}) \times 10} + ADJM_{c} + ADJU_{c} \right)$$

where:

 Σ_s = Summation of hourly quantities calculated separately for each customer class, c, for all hours during the applicable summer month(s) (June through September) of the corresponding calendar year

The Nonsummer Non-TOU MVECs for Applicable Period A and Applicable Period B will be determined using the HP_{h.c} for the months of October through May. The Nonsummer Non-TOU MVEC, in cents per kWh, shall be determined for each customer class in accordance with the following formula:

Nonsummer Non-TOU MVEC_c =

AVG
$$\left(\frac{\sum_{ns} (HP_{h,c} \times U_{h,c})}{(\sum_{ns} U_{h,c}) \times 10} + ADJM_c \cdot ADJU_c \right)$$

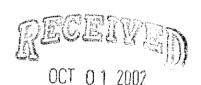
where:

 Σ_{rs} = Summation of hourly quantities calculated separately for each customer class, c, for all hours during the nonsummer months (October through May) of the corresponding calendar year

Application of Charges

A retail customer determined to be in one of the following customer classes will be charged the Non-TOU MVEC applicable to such customer class for all kilowatt-hours provided hereunder in the monthly billing period unless such retail customer specifically elects, in its contractual agreement for service hereunder, the option of being billed under the TOU MVECs applicable to such customer class. A retail customer making such an election shall be required to have metering capable of measuring the time of use of the electric power and energy provided hereunder. The applicable customer classes are:

Nonresidential Delivery Service Customers: With Only Watt-hour Only Meters 0 kW up to and including 25 kW Over 25 kW up to and including 100 kW Over 100 kW up to and including 400 kW



ILLINOIS COMMERCE COMMISSION CHIEF CLEAK'S OFFICE

(Continued on Sheet No. 151.10)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001. Asterisk (*) indicates change.

(Continued from Sheet No. 151.11)

DETERMINATION OF RESIDENTIAL MARKET VALUE ENERGY CHARGES.

The formulae provided in the Charges section of this tariff shall also be used to determine applicable MVECs and LWAMVs for each of the residential delivery service customer classes as described in the Customer Classes section of the Definitions part of Rate RCDS for the purposes of determining Interim Supply Energy Charges as described in Rider ISS - Interim Supply Service and CTCs as described in Rate CTC.

LOAD WEIGHTED AVERAGE MARKET VALUE (LWAMV).

The LWAMV shall be determined for each applicable customer class described in the Customer Classes section of the Definitions part of Rate RCDS for each respective Applicable Period in accordance with the following formula:

$$LWAMV_c = AVG \left(\frac{\sum_{all} (HP_{h,c} \times U_{h,c})}{(\sum_{all} U_{h,c}) \times 10} + ADJM_c + ADJU_c \right)$$

where:

 Σ_{all} = Summation of hourly quantities calculated separately for each customer class, c, for all hours during all months during the respective Applicable Period

TERM OF CONTRACT AND TERMINATION.

For a retail customer first receiving service hereunder, or commencing service hereunder after a previous termination of service hereunder, the initial term of contract shall expire at the end of such retail customer's May monthly billing period following commencement of service hereunder. Upon expiration of the initial or any renewal term of contract hereunder, such customer's term of contract shall be automatically renewed for a period of twelve (12) monthly billing periods, unless such retail customer provides written notice on or before March 31 to the Company to terminate service hereunder at the end of the contracted term of service. Notwithstanding the above, upon expiration of the initial or any renewal term of contract hereunder, such customer's contract for service hereunder will be renewed only if such customer will be required to pay to the Company a CTC greater than zero for such upcoming renewal term of contract.



ILLINOIS COMMERCE COMMISSION CHIEF CLERKS OFFICE

(Continued on Sheet No. 151.13)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

(Continued from Sheet No. 151.12)

TERM OF CONTRACT AND TERMINATION (CONTINUED).

For a retail customer first commencing service hereunder, or commencing service hereunder after a previous termination of service hereunder, such customer shall be considered to be a customer required to pay a CTC greater than zero if, in accordance with the customer's billing data for the most recent monthly billing period for which data is available prior to the date the DASR would be submitted for such commencement of service, a CTC greater than zero would be applicable to such customer for the initial term of contract for such commencement of service hereunder.

For a retail customer for which the initial or any renewal term of contract hereunder is expiring, such customer shall be considered to be a customer required to pay a CTC greater than zero if, in accordance with the customer's billing data for the most recent monthly billing period for which data is available prior to the date the DASR would be submitted by the Company to terminate such customer's service hereunder, a CTC greater than zero would be applicable to such customer for the next renewal term of contract hereunder.

ASSIGNMENT OF INTEREST.

A retail customer taking service hereunder may sell or assign its interests in the electric power or energy that such customer has purchased hereunder.

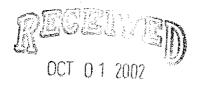
GENERAL.

For the purposes of billing a retail customer hereunder, the Summer Billing Period shall be such customer's first monthly billing period with an ending meter reading date on or after June 15 and the three succeeding monthly billing periods. Nonsummer Billing Period shall be all other monthly billing periods.

Energy Peak Periods, for purposes hereof, shall be the hours of 9:00 a.m. to 10:00 p.m. on Monday through Friday, except on days on which the following holidays are generally observed: New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, Christmas Day and, if one of the foregoing holidays occurs on a Tuesday or Thursday, the immediately preceding Monday or immediately following Friday, respectively. Energy Off-Peak Periods shall be all other hours.

In each year there shall be two Applicable Periods, Applicable Period A and Applicable Period B. Applicable Period A shall begin with the June monthly billing period and end with the following May monthly billing period. Applicable Period B shall begin with the September monthly billing period and end with the following May monthly billing period.

The Applicable Period used in the determination of the MVECs that apply to the energy supplied to a retail customer taking service hereunder in a monthly billing period shall correspond to the Applicable Period used in the determination of the CTC to which such retail customer is subject for the monthly billing period.



ILLINOIS COMMERCE COLIMIDATION CHIEF CLERK'S OFFICE

(Continued on Sheet No. 151.14)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

5th Revised Sheet No. 151.14 (Canceling 4th Revised Sheet No. 151.14)

RIDER PPO - POWER PURCHASE OPTION (MARKET INDEX)

(Continued from Sheet No. 151.13)

GENERAL (CONTINUED).

* In addition, for the purposes of developing the market value credit used to calculate multi-year CTCs for customers taking service under Rider CTC-MY, MVECs shall be determined for subsequent Applicable Period A's in accordance with the following schedule:

MVECs Determination Date	CTC Applicability Period
First Business Day On or After	Monthly Billing Periods
February 1, 2003	June 2004 – May 2005
February 1, 2004	June 2005 iMay 2006
February 1, 2005	June 2006 - December 2006

* No later than the first business day on or after February 1st for Applicable Period A and July 1st for Applicable Period B, the Company shall file with the ICC for informational purposes the applicable MVECs for such Applicable Period, along with work papers detailing the determination of such MVECs based upon the equations provided herein. In addition, 2 business days after the collection of 5, 10 and 15 days of market data, the Company shall make available for informational purposes the current estimated MVECs.

Data obtained by the Company as described in the Market Price - Peak and Market Price - Off-Peak subsections of the Market Value Energy Charges subsection of the Charges section of this tariff shall be maintained by the Company for a period of twenty-four (24) months and shall be subject to review and audit by the ICC.

For a customer that elects the option of having less than all of its electric power and energy requirements to be supplied hereunder with such specification on a meter-by-meter basis, the electric power and energy for the customer's load connected to the meters for which service hereunder is provided, shall be supplied exclusively by the Company. The retail customer's load connected to the meters for which service is provided hereunder shall be installed, operated, and maintained in such a manner so as to preclude the possibility of such meters registering electric power and energy that are supplied by a RES or the Company under the terms of a tariff for bundled service.

A retail customer taking service hereunder may not act as a Customer Self-Manager as defined in the Types of Customers section of the Service Options part of Rate RCDS.

* [Paragraph deleted.]

The Schedule of which this rider is a part includes general Terms and Conditions and other rates and riders. Service hereunder is subject to these Terms and Conditions and applicable rates and riders.

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ILLINOIS COMMERCE COMMUNICION CHIEF CLERK'S OFFICE

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

RIDER ISS - INTERIM SUPPLY SERVICE

(Continued from Sheet No. 158)

CHARGES (CONTINUED). Customer Transition Charge

A Customer Transition Charge (CTC) as defined in Rate CTC - Customer Transition Charge (Rate CTC) shall apply to all kWhs provided hereunder through December 31, 2006.

Late Payment Charge

The late payment charge provided for in the Terms and Conditions of this Schedule of Rates shall be applicable to all charges under this rider.

TERM OF SERVICE AND TERMINATION PROVISIONS.

A retail customer shall be provided electric power and energy supply services hereunder for a period that will terminate on or before the Company's third regularly scheduled meter reading or billing cycle date for such retail customer following the date that such retail customer commences service hereunder.

* While being served hereunder, a retail customer must, in accordance with the provisions in the Switching Suppliers section of the Switching Suppliers and Switching to Bundled Service part of Rate RCDS, either: (1) obtain a new provider of electric power and energy supply services, or (2) provide for a transfer to an applicable bundled service tariff. If a retail customer served hereunder does not make either of the aforementioned elections, such retail customer shall be transferred to an applicable bundled service tariff by default on the Company's third regularly scheduled meter reading or billing cycle date for such retail customer following the date that such retail customer commenced service hereunder. Notwithstanding the provisions of the previous sentence, a retail customer that has been taking service under Rider CTC-MY – Customer Transition Charges – Multi-Year (Experimental) and does not make either of the aforementioned elections, shall be transferred to Rate HEP – Hourly Energy Pricing by default on such date.

Service under Rate RCDS shall not be made available to any retail customer for a period of twelve (12) consecutive monthly billing periods after such customer transfers from this tariff to an applicable bundled service tariff, provided that service under Rate RCDS shall not be made available to any residential or small commercial retail customer for a period of twenty-four (24) consecutive monthly billing periods after such customer transfers from this tariff to an applicable bundled service tariff in accordance with Section 16-103(d) of the Public Utilities Act (220 ILCS 5/16-103(d)).

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ILLINOIS COMMERCE LA CHIEF CLERK'S OFFICE

(Continued on Sheet No. 160)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

Asterisk (*) indicates change.

RIDER CTC - MY - CUSTOMER TRANSITION CHARGES - MULTI-YEAR (EXPERIMENTAL) Applicable to Rate CTC

AVAILABILITY.

This tariff is available to any retail customer (i) that takes service under Rate RCDS – Retail Customer Delivery Service (Rate RCDS) and Rate CTC – Customer Transition Charge (Rate CTC) for all of its electric power and energy requirements, and (ii) that is not taking service under Rider PPO – Power Purchase Option (Market Index) (Rider PPO), and (iii) for which customer-specific Customer Transition Charges (CTCs) are calculated pursuant to Rate CTC.

This experimental tariff shall cease to be available to additional customers at such time as the aggregate amount of all retail customer load served hereunder exceeds five hundred (500) megawatts.

PREQUISITE FOR SERVICE.

A retail customer to which this tariff is available must notify the Company in writing of its election of multi-year CTCs. The Company must be in receipt of such notice during the period beginning February 1 and extending through March 31 in the year that the election is to become effective.

APPLICABLE PERIODS.

Applicable Periods, as described in Rate CTC, shall not pertain to a retail customer served hereunder. Instead, the applicable periods described in this Applicable Periods section shall pertain, as appropriate, to a retail customer served hereunder.

Election in 2003

For a retail customer electing service hereunder during the election period beginning February 1, 2003 and extending through March 31, 2003, (1) a CTC shall be calculated for application during the period beginning with the June 2003 monthly billing period and extending through the May 2004 monthly billing period, and (2) a CTC shall be calculated for application during the period beginning with the June 2004 monthly billing period and extending through the May 2005 monthly billing period. The CTCs identified in clauses (1) and (2) in this Election in 2003 subsection shall be determined by the Company by the first business day on or after February 1, 2003.

If such retail customer continues without interruption to take service hereunder, (3) a CTC shall be calculated for application during the period beginning with the June 2005 monthly billing period and extending through the May 2006 monthly billing period. The CTC identified in clause (3) in this Election in 2003 subsection shall be determined by the Company by the first business day on or after February 1, 2004.

If such retail customer further continues without interruption to take service hereunder, (4) a CTC shall be calculated for application during the period beginning with the June 2006 monthly billing period and extending through the December 2006 monthly billing period. The CTC identified in clause (4) in this Election in 2003 subsection shall be determined by the Company by the first business day on or after February 1, 2005.

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ILLINOIS COMMERCE COMMUNIUM CHIEF GLENKS OFFICE

(Continued on Sheet No. 222)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

RIDER CTC - MY - CUSTOMER TRANSITION CHARGES - MULTI-YEAR (EXPERIMENTAL)

(Continued from Sheet No. 221)

APPLICABLE PERIODS (CONTINUED).

Election in 2004

For a retail customer electing service hereunder during the election period beginning February 1, 2004 and extending through March 31, 2004, (1) a CTC shall be calculated for application during the period beginning with the June 2004 monthly billing period and extending through the May 2005 monthly billing period, and (2) a CTC shall be calculated for application during the period beginning with the June 2005 monthly billing period and extending through the May 2006 monthly billing period. The CTCs identified in clauses (1) and (2) in this Election in 2004 subsection shall be determined by the Company by the first business day on or after February 1, 2004.

If such retail customer continues without interruption to take service hereunder, (3) a CTC shall be calculated for application during the period beginning with the June 2006 monthly billing period and extending through the December 2006 monthly billing period. The CTC identified in clause (3) in this Election in 2004 subsection shall be determined by the Company by the first business day on or after February 1, 2005.

Election in 2005

For a retail customer electing service hereunder during the election period beginning February 1, 2005 and extending through March 31, 2005, (1) a CTC shall be calculated for application during the period beginning with the June 2005 monthly billing period and extending through the May 2006 monthly billing period, and (2) a CTC shall be calculated for application during the period beginning with the June 2006 monthly billing period and extending through the December 2006 monthly billing period. The CTCs identified in clauses (1) and (2) in this Election in 2005 subsection shall be determined by the Company by the first business day on or after February 1, 2005.

CALCULATION OF CHARGES.

A retail customer served hereunder shall be treated as a separate CTC Customer Class and the formula provided in the Calculation of Charges section of Rate CTC shall be applied to the calculation of the multi-year CTCs for such retail customer except as provided in this Calculation of Charges section.

The market value credit (MV_c) for such retail customer shall be calculated based on the per kilowatt-hour Summer Peak MVEC, Summer Off-Peak MVEC, Nonsummer Peak MVEC, and Nonsummer Off-Peak MVEC applicable to such retail customer as defined in Rider PPO – Power Purchase Option (Market Index) (Rider PPO) and the Usage of such retail customer during the four corresponding time periods as defined in Rider PPO.

For a retail customer electing and commencing service hereunder in 2003 and continuously taking service hereunder thereafter, the aforementioned MVECs used to determine the CTCs for such retail customer shall be determined in accordance with the following schedule:

CTC Applicability Period MVECs Determination Date

Monthly Billing Periods First Business Day On or After

June 2003 – May 2004 June 2004 – May 2005 June 2005 – May 2006 June 2006 – December 2006

February 1, 2003 February 1, 2003

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February 1, 2004
February 1, 2005LINOIS COMMERCE COMMISSIONS

CHIEF CLERK'S OFFICE

(Continued on Sheet No. 223)

Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

RIDER CTC - MY - CUSTOMER TRANSITION CHARGES - MULTI-YEAR (EXPERIMENTAL)

(Continued from Sheet No. 222)

CALCULATION OF CHARGES (CONTINUED).

For a retail customer electing and commencing service hereunder in 2004 and continuously taking service hereunder thereafter, the aforementioned MVECs used to determine the CTCs for such retail customer shall be determined in accordance with the following schedule:

CTC Applicability Period	MVECs Determination Date	
Monthly Billing Periods	First Business Day On or After	
June 2004 – May 2005	February 1, 2004	
June 2005 – May 2006	February 1, 2004	
June 2006 – December 2006	February 1, 2005	

For a retail customer electing and commencing service hereunder in 2005 and continuously taking service hereunder thereafter, the aforementioned MVECs used to determine the CTCs for such retail customer shall be determined in accordance with the following schedule:

CTC Applicability Period	MVECs Determination Date
Monthly Billing Periods	First Business Day On or After
June 2005 – May 2006	February 1, 2005
June 2006 – December 2006	February 1, 2005

CHARGES.

The multi-year CTCs calculated for a retail customer served hereunder shall be applied as appropriate to all kilowatt-hours delivered to such retail customers taking delivery services under Rate RCDS.

TERM OF SERVICE.

A retail customer electing multi-year CTCs shall commence service hereunder at the beginning of such retail customer's June monthly billing period in the year in which such retail customer elects multi-year CTCs. Such retail customer's term of service hereunder shall extend through such retail customer's December 2006 monthly billing period.

Notwithstanding the provisions of the previous paragraph, a retail customer taking service hereunder shall have the opportunity to terminate service hereunder prior to the end of the December 2006 monthly billing period under certain circumstances. Such retail customer must provide the Company with written notification of such early termination. The early termination and the Company's receipt of the required notification of such early termination must occur in accordance with the following schedule:

Year of Election	Early Service Termination	Notification Requirement
2003	End of May 2005 Monthly Billing Period	By March 31, 2004
2003	End of May 2006 Monthly Billing Period	By March 31, 2005
2004	End of May 2006 Monthly Billing Period	By March 31, 2004 By March 31, 2005 By March 31, 2005
	(Continued on Sheet No. 224	OCT 0 1 2002

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Filed with the Illinois Commerce Commission on October 1, 2002. Issued pursuant to the Order on Reopening of the Illinois Commerce Commission in Docket Nos. 00-0259, 00-0395, 00-0461, (Consolidated) entered April 11, 2001.

RIDER CTC - MY - CUSTOMER TRANSITION CHARGES - MULTI-YEAR (EXPERIMENTAL)

(Continued from Sheet No. 223)

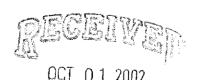
GENERAL.

A retail customer served hereunder must enter into a contract with the Company that sets forth the multi-year CTCs to be paid and conditions of such CTC payments.

Except as explicitly provided herein, all other provisions of the applicable tariffs apply.

The Schedule of which this tariff is a part includes general Terms and Conditions and other rates and riders. Service hereunder is subject to these Terms and Conditions and applicable rates and riders.

This tariff shall not be effective for electric power and energy delivered after December 31, 2006.



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